

DIS-CHEM PHARMACIES LIMITED
(Incorporated in the Republic of South Africa)
(Registration number 2005/009766/06)
JSE share code: DCP
ISIN: ZAE000227831
("Dis-Chem")

ANNOUNCEMENT IN RELATION TO THE RESULT OF AN ACCELERATED BOOKBUILD

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Shareholders are referred to the announcement released on Tuesday, 24 August 2021 regarding, *inter alia*, the launch of an accelerated bookbuild (the "**Bookbuild**").

Dis-Chem is pleased to announce that the Bookbuild has now closed. Following strong demand, the Saltzman family, through their shareholding vehicle, Ivlyn Local Investment Holdings Proprietary Limited ("**Ivlyn**"), has raised a total of approximately R1.96 billion through the sale of 64,506,336 Dis-Chem ordinary shares at a price of R30.30 per share (the "**Bookbuild Price**"). Post the Bookbuild, Ivlyn owns approximately 45.2% of Dis-Chem's issued share capital. Assuming the additional divestments by way of the Management Retention Scheme and the BEE Tranche (as referred to in the 24 August announcement) are concluded, Ivlyn will own approximately 41.5% and 31.4% of Dis-Chem's issued share capital respectively.

The Bookbuild Price represents a 4.0% discount to the pre-launch closing price of R31.55 per share on Tuesday, 24 August 2021.

Settlement is expected to commence at 09h00 SAST on 30 August 2021.

Midrand
Wednesday, 25 August 2021

Joint Bookrunner
Investec Bank Limited

Joint Bookrunner
Goldman Sachs International

Joint Bookrunner and Transaction Sponsor
The Standard Bank of South Africa Limited

International legal counsel to Dis-Chem and the Selling Shareholder
Davis Polk & Wardwell LLP

South African legal counsel to the Selling Shareholder
Bowman Gilfillan Inc.

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In South Africa the Bookbuild was not and will not be an offer to the public as defined in the South African Companies Act and only (i) persons falling within the exemptions set out in section 96(1)(a) or (ii) persons who subscribe, as principal, for shares at a total contemplated acquisition cost equal to or greater than R1 000, 000, as envisaged in section 96(1)(b), of the South African Companies Act, and in each case to whom any offer to participate in the Bookbuild is specifically addressed (all such persons in (i) and (ii) being referred to as "relevant persons"), will be entitled to apply for Shares in the Bookbuild. Any investment activity to which this announcement relates will only be available to, and will only be engaged with, relevant persons. Any person who is not a relevant person should not act

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The information contained in this announcement constitutes factual information as contemplated in section 1(3)(a) of the South African Financial Advisory and Intermediary Services Act, 2002 ("FAIS Act") and should not be construed as an express or implied recommendation, guide or proposal that any particular transaction in respect of the Shares or in relation to the business or future investments of the Company, is appropriate to the particular investment objectives, financial situations or needs of a prospective investor, and nothing in this announcement should be construed as constituting the canvassing for, or marketing or advertising of, financial services in South Africa. The Company is not a financial services provider licensed as such under the FAIS Act.

In member states of the European Economic Area this announcement and the Bookbuild was and will only be directed only at persons who are "qualified investors" within the meaning of the Prospectus Regulation. For these purposes, the expression "Prospectus Regulation" means Regulation (EU) 2017/1129, as amended. In the United Kingdom this announcement and the Bookbuild was directed only at "qualified investors" within the meaning of the UK Prospectus Regulation (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "Order") or (ii) who fall within Article 49(2)(A) to(D) of the Order, and (iii) to whom it may otherwise lawfully be communicated, and any investment activity to which it relates will only be engaged in with such persons and it should not be relied on by anyone other than such persons. For these purposes, the expression "UK Prospectus Regulation" means Regulation (EU) 2017/1129 as it forms part of United Kingdom domestic law by virtue of the European Union (Withdrawal) Act 2018, as amended.

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